

## **Exhibit D**

**DECLARATION OF EVAN DANA**

Pursuant to 28 U.S.C. § 1746, I, Evan Dana, declare as follows:

1. I am an adult over the age of 18 and am of sound mind. I have personal knowledge about the information in this Declaration.
2. I have reviewed a complaint filed in this action and discussed the lawsuit on several occasions telephonically with my counsel at Labaton Sucharow LLP and the Schall Law Firm. I believe that this securities class action is an important matter that alleges serious misconduct that caused substantial losses to investors. After discussing the case and the lead plaintiff process with them, I instructed my counsel to file a motion for lead plaintiff on my behalf.
3. I am 40 years old and reside in Lakewood, New Jersey. I run a clothing company. I have been investing for less than a year. I based my investment decisions in Marathon Digital Holdings, Inc. on my own research of publicly available information to invest in a strong Bitcoin mining company. I am strongly motivated to recover the significant losses incurred as a result of the alleged violations of the federal securities laws.
4. After seeing a press release for this lawsuit, I decided to contact counsel and seek appointment as lead plaintiff because this was a meaningful loss to me and I would like to approve of settlement terms, if the case is successful. I strongly feel that the allegations raised in this lawsuit are serious ones and believe that this litigation must be efficiently litigated by well-qualified counsel, to achieve the best possible recovery for all class members from all potentially culpable parties.

5. I understand that as a lead plaintiff and a class representative, I would have an ongoing fiduciary obligation to the entire class of Marathon Digital Holdings, Inc. investors that this lawsuit seeks to recover for. I understand the important roles fiduciaries have, including that it is my duty to monitor and oversee the lawyers in this matter. To do this, I will regularly communicate with them and receive status updates regarding the litigation, discuss fees and expenses, and independently direct their activities. I also understand that it will be my obligation to ensure that the litigation is prosecuted effectively on behalf of all members of the proposed class.

6. I also understand and appreciate the lead plaintiff's obligation to select and retain lead counsel and to monitor the action to ensure it is prosecuted efficiently. I have fulfilled this responsibility by selecting and retaining lead counsel with a proven history of handling this type of complex litigation. In this case, I selected Labaton Sucharow LLP to serve as lead counsel for the class. I am also represented by the Schall Law Firm in this action.

7. I have also independently negotiated and executed a retainer agreement with my counsel that counsel may seek approval of at the conclusion of the litigation, based on the outcome of the case. I have discussed with my counsel and directed that only they would prosecute this litigation if I am appointed lead plaintiff.

8. I have taken steps to preserve documents related to my investments relevant to this litigation.

9. I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Date: 2/15/2022

Signature:   
769D4B7C3B88493...  
Evan Dana